

### **Declaration of Tom Zarro**

1. My name is Tom Zarro. This Declaration is based upon my personal knowledge.
2. Michael Holley and I are the Managers of Next Gen Beverages, LLC, a Wyoming limited liability company (“Next Gen”).
3. Next Gen was formed as a Wyoming limited liability company on June 14, 2023.
4. The Tuckers allege Next Gen has:

been instrumental and has substantially participated and encouraged Takeover, LTNC, Holley, McBride, and Pavlik to commit multiple wrongdoings, including but not limited to: a) controvert the liabilities owed by Takeover to Tucker (and 2 others) by simply ‘shutting down’ that business and opening Next Gen in its stead; b) commit various breaches of fiduciary duties owed to Tucker; c) avoid payments owed/due to Tucker and/or his business entity; d) interfere with Tucker’s voting and financial rights in Takeover and LTNC; and e) interfere with the Tuckers’ shares/ability to sell shares of LTNC stock.

(Pleading, ¶ 111.)

5. Next Gen denies this allegation. Whatever action was taken by Takeover, LTNC, Holley, McBride or Pavlik, they did on their own, without any participation or encouragement from Next Gen. To the best of my belief and knowledge, Takeover and LTNC took proper corporate action with respect to the Tuckers. To the best of Next Gen’s knowledge, all action taken by Takeover, LTNC, Holley, McBride or Pavlik was proper and with the advice of legal counsel.
6. Since Next Gen only came into existence on June 14, 2023, it could not have taken any action prior to that date.
7. Next Gen has not had any communication with Mr. McBride since it was incorporated on June 14, 2023.
8. Next Gen became aware that Mr. Tucker was removed as an Officer and Director of Takeover in January 2023. As of June 14, 2023, Next Gen did not believe Takeover, Labor Smart, Holley, Mr. McBride or Mr. Pavlik owed any fiduciary duties to Mr. Tucker.
9. On May 2, 2023, Mrs. Tucker made a public statement on social media (Twitter) that the Tuckers were taking over the Takeover product line called “Gamershots”. From that date, Next Gen did not believe Mr. or Mrs. Tucker were associated with Takeover.

10. Next Gen was advised that on November 7, 2022, Mr. Tucker was suspended from all positions he held with Takeover for 30 days, and his authority to act on behalf of Takeover was revoked, and that he was given notice the same day.

11. Next Gen was advised that as of November 7, 2022, Mr. Tucker had no authority to act, or take any action, on behalf of Takeover.

12. Any fiduciary duties allegedly owed by myself, McBride or Pavlik to Mr. Tucker expired long before Next Gen was formed.

I declare under penalty of perjury that the foregoing is true and correct.

**Dated** this 30<sup>th</sup> day of August, 2024.

/s/ Tom Zarro  
Tom Zarro